

BARNES & THORNBURG LLP

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(312) 357-1313

LESLIE J. WEISS, TEMPORARY EQUITY RECEIVER FOR THE
NUTMEG GROUP, LLC
1 NORTH WACKER DR., SUITE 4400
CHICAGO, IL 60606

December 31, 2009
Invoice No. 1289441

Leslie J. Weiss
00050185-000001

PAYABLE UPON RECEIPT

Fees for Services	10,426.00
Other Charges	\$ 423.50
TOTAL THIS INVOICE	\$ 10,849.50

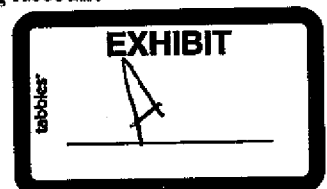
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Account Number: 7653510706 SWIFT CODE: FTBCUS3C
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Invoice No. 1289441

Leslie J. Weiss

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00050185-000001
RECEIVERSHIP ADMINISTRATION

For legal services rendered in connection with the above matter
for the period ending November 30, 2009 as described on the attached detail.

Fees for Services		\$	10,426.00
Other Charges			
Copying Charges	423.50		
		\$	423.50
TOTAL THIS INVOICE		\$	10,849.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
11/02/09	Leslie J. Weiss	Call with N. Zeitler; review letter to Illinois Department of Labor; review files for 2006 taxes; call with A. Shoenthal.	0.60
11/02/09	Cynthia M. Hendzel	Leave message for Randall Goulding regarding information needed for 4(1) opinion for AccessKey stock; Telephone call with the Illinois Secretary of State regarding annual report filing for The Nutmeg Group, LLC; Prepare 2009 Illinois annual report for The Nutmeg Group, LLC.	0.60
11/03/09	Leslie J. Weiss	Long call with Ed McClendon; review materials on Integrated Freight; call with Paul Marino; attention to GoIP Global note; exchange emails with Randall Goulding on 144 sales; call with F. Harbecke regarding contingency cases; call with W. Schur regarding contingency cases; call with SEC - send R. Goulding information on finders' fees records.	1.80
11/04/09	Leslie J. Weiss	Discuss Real American Brands 144 release with C. Hendzel; call Doug Newton (CEO) at Real American Brands; review HotWeb file; go over MicroPipe case with Paula Jacobi; discuss settlement strategy; go over Jack Freedman case and discuss strategy; call with A. Shoenthal regarding HotWeb and Goulding's brokerage accounts; review H3 investment file and Freedman litigation file.	3.00
11/04/09	Kevin C. Driscoll	Advise receiver on impact of Sanford ruling.	0.20
11/04/09	Cynthia M. Hendzel	Work on Rule 144 opinion for AccessKey stock; Telephone call with Mackey McFarlane at Aegis regarding Real American Brands stock; Conferred with Leslie Weiss regarding Real American Brands stock; Letter to Illinois Secretary of State forwarding annual report and statement of change of registered agent and registered office on behalf of The Nutmeg Group, LLC; Complete online account registration for Ridge Clearing.	1.80
11/05/09	Leslie J. Weiss	Review and revise subpoenas for Hammonds and Altholtz and related entities (0.4); email to D. Rivers regarding finder's fees (0.1).	0.50
11/05/09	Leslie J. Weiss	Discuss subpoenas with A. Perkins (0.2); discuss car insurance and search for car ownership with C. Hendzel (0.2); discuss Jack Freedman's case with D. Thorne (0.1).	0.50

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
11/05/09	Cynthia M. Hendzel	Conferred with Leslie Weiss regarding State Farm invoice; Telephone call with Joe Morreale of State Farm regarding VIN number; Prepared State of Illinois Title Search request.	0.90
11/09/09	Leslie J. Weiss	Work on subpoenas (0.5); conference call with SEC on strategy (0.4); prepare demand letter to Law Offices of Randall Goulding (1.0).	1.90
11/09/09	Cynthia M. Hendzel	Deposit check from National City Bank into The Nutmeg Group's checking account; Set-up online access to Ridge Clearing accounts.	0.70
11/10/09	Leslie J. Weiss	Call with Jackson Morris regarding Plangraphics (0.3); send and receive emails with R. Goulding (0.3); analyze J. Freedman issues (0.3); meet with A. Shoenthal and go over documents with A. Shoenthal (0.5).	1.40
11/11/09	Leslie J. Weiss	Call D. Newton - Real American Brands (0.1); check pink sheets RMDM and GoIP (0.2); call Ike Sutton and prepare conversion notice for GoIP (0.4); review emails from R. Goulding (0.2); call Kevin Brown at Summit Trust Company (0.2); organize materials regarding claims (0.2); work on AccessKey 144 opinion requirements (0.3); review Integrated Freight/Plangraphics materials and correspond with Jackson Morris regarding same; (0.5); letter to investors (0.5); call with S. Nagler (0.3).	2.90
11/11/09	Cynthia M. Hendzel	Reviewed bank statements from National City Bank (.1); Telephone call with FINRA regarding obtaining access codes to IARD website in order to file Form ADV-W (.3); Prepared and faxed letter to Tonie Morman of the IARD Entitlement Group requesting replacement access codes (.5); Reviewed and drafted 144 paperwork for the AccessKey stock; Sent completed request to Jackson L. Morris (1.2); Conferred with Leslie Weiss regarding amounts paid by Mercury Fund to/for AccessKey and PhyH; Calculate monies (.1)	2.20
11/12/09	Leslie J. Weiss	Review and sign FINRA paperwork for IARD access (0.2); call with SEC (0.4); review receiver report (0.1); meet with Ed McClendon (1.1) regarding portfolio advice; review and respond to S. Nagler's email (0.3) regarding check register; call P. Diambri (0.1); call with Steve Nagler (0.3) to go through check register;	3.20

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
		attention to Altholtz subpoena (0.2); meet with Paula Jacobi to discuss claims (0..5).	
11/12/09	Cynthia M. Hendzel	Telephone call with Mackey McFarlane at Aegis regarding AccessKey stock; Email copy of opinion letter to Mackey (.1); Prepared and sent check to Jackson Morris for AccessKey opinion; Updated check register (.1); Completed FINRA forms to appoint Leslie Weiss as Account Administrator (.6); Faxed completed/signed forms to FINRA (.1); Reviewed files for original certificates (.1);	1.00
11/13/09	Leslie J. Weiss	Email to D. Newton regarding Real American Brands (0.1); work on investor letter (0.6); call with P. Jacobi on litigation (0.2); call with A. Shoenthal at the SEC (0.4); call with J. Morris regarding IFS (0.1); review, revise and finalize letter to investors (1.0); research IA regulations under IL Blue Sky law (0.4).	2.80
11/13/09	Leslie J. Weiss	Call with Kevin Lyons (Investor) (0.1); review Physicians Healthcare subpoena response (0.6); emails to Peter Hobbs (0.1).	0.80
11/16/09	Cynthia M. Hendzel	Proofread letter to investors(.1); Reviewed correspondence from the State of Wisconsin, Department of Workforce Development (.1); Email copy of Court order to Tracey Bakken at the State of Wisconsin, Department of Workforce Development (.1); Reviewed correspondence from PNC Bank/National City Bank regarding negative balance in Nutmeg Mercury account (.1); Reviewed file regarding previous bank statements from National city Bank (.1); Telephone call with Kyle Woodside from PNC Bank (.2); Fax copy of Court Order to Kyle Woodside (.1).	0.80
11/18/09	Cynthia M. Hendzel	Letter to Kyle Woodside at PNC/National City Bank granting authority to speak with Cindy Hendzel on account balances (.2); Telephone call with Stephanie Malone at Chase regarding account fees (.1); Telephone call with Kyle Woodside at PNC/National City Bank (.1); Telephone call with Mackey McFarlane regarding status of 144 stock.	0.50
Fees for Services Total			\$ 10,426.00

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CHICAGO, IL 60606

December 31, 2009
Invoice No. 1289045

Paula K. Jacobi
00050185-000002

PAYABLE UPON RECEIPT

Fees for Services	6,808.50
Other Charges	\$ 0.00
TOTAL THIS INVOICE	\$ 6,808.50

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Paula K. Jacobi

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**SEC V. THE NUTMEG GROUP LLC, RANDALL GOULDING AND
DAVID GOULDING, DEFENDANTS AND DAVID GOULDING, INC.,
DAVID SAMUEL LLC, FINANCIAL ALCHEMY, LLC, ET AL.**

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
11/02/09	Deborah L. Thorne	Confer with N. Zeitler regarding employment claim.	0.20
11/02/09	Lucille J. Shelby	Prepared for and attended hearing on the status of Plaintiff's Motion for Default; conferred with Tina Paries regarding the same.	1.30
11/03/09	Deborah L. Thorne	Telephone conference with L. Weiss and P. Jacobi concerning IRS motion and response.	0.20
11/03/09	Deborah L. Thorne	Multiple conferences with L. Weiss concerning summary proceedings and efficient way to handle.	0.30
11/03/09	Paula K. Jacobi	Review opposition of SEC on Motion to Quash Subpoenas and discuss a.m. hearing regarding Motion of Goulding on IRS filings.	0.50
11/04/09	Deborah L. Thorne	Confer with Receiver and P. Jacobi regarding strategy to obtain recovery from J. Freedman.	0.30
11/04/09	Paula K. Jacobi	Appear in court on Motion of Goulding to get tax advice and got motion stricken.	0.60
11/04/09	Paula K. Jacobi	Before Court review motion on tax advice and telephone call with SEC regarding Receiver's position.	0.50
11/04/09	Paula K. Jacobi	Work on Jack Freeman with Leslie and Debbie to	0.30

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Paula K. Jacobi

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<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
		recommend not dismissing state case.	
11/04/09	Tina M. Paries	Reviewed Freedman docket and orders regarding status of case.	0.20
11/05/09	Deborah L. Thorne	Telephone conference with A. Shoenthal regarding electronic records and with A. Rusman regarding same.	0.40
11/05/09	Deborah L. Thorne	Consider claims against J. Freedman and SEC assistance in electronic discovery.	0.40
11/06/09	Paula K. Jacobi	Work with Receiver on litigation against Jack Friedman and strategy and claim for other funds he took.	0.50
11/06/09	Tina M. Paries	Reviewed Affidavits of Service; e-mails to/from P. Jacobi regarding same.	0.30
11/09/09	Deborah L. Thorne	Telephone conference with Guy St. Pierre (attorney for Jack Freedman) concerning settlement and release (.40); confer with L. Weiss concerning Freedman settlement (.10).	0.50
11/09/09	Linda M. Weinberg	Prepared receipt for delivery of forensic image drive to SEC.	0.20
11/09/09	Paula K. Jacobi	Revise Rider to Subpoenas for "Finder Fee" recipients to be more inclined and telephone call with L. Weiss regarding same.	0.50
11/10/09	Deborah L. Thorne	Telephone conference with L. Weiss concerning J. Freedman and letter to his attorney.	0.10
11/10/09	Linda M. Weinberg	Review receipt of delivery of drive to SEC and	0.10

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December 31, 2009
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Paula K. Jacobi

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<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
		transmit receipt to receiver.	
11/10/09	Paula K. Jacobi	Review and revise demand letter to Goulding law firm.	0.50
11/12/09	Paula K. Jacobi	Meeting with Receiver to strategize how to deal with finder fee cases, Freedman and terminations fee from Marino client.	0.80
11/13/09	Deborah L. Thorne	Telephone call to Guy St. Pierre concerning Jack Freeman proposed settlement.	0.20
11/16/09	Deborah L. Thorne	Confer with P. Jacobi regarding status on Tuesday.	0.10
11/16/09	Paula K. Jacobi	Telephone conference with counsel from SEC regarding getting insurance information on Goulding and status hearing.	0.20
11/17/09	Deborah L. Thorne	Prepare for and appear in Court regarding status.	1.40
11/17/09	Deborah L. Thorne	Draft letter to Goulding regarding status and briefly discuss with Jacobi (review order and November 12 letter).	0.50
11/17/09	Paula K. Jacobi	In morning, work regarding hearing positions of Receiver (.30); in afternoon, review/edit letter demand to Goulding (.40).	0.70
11/18/09	Deborah L. Thorne	Revise letter to Goulding regarding malpractice insurance and other matters.	0.50
11/18/09	Deborah L. Thorne	Telephone conference with Steve Nagler concerning Gouldings' discovery response.	0.50
11/18/09	Deborah L. Thorne	Review Goulding's latest filing regarding IRS.	0.20
11/18/09	Paula K. Jacobi	Emails regarding document production (with	0.30

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Paula K. Jacobi

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<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
		Goulding).	
11/19/09	Paula K. Jacobi	Review motion to compel document request and work with Receiver on same and regarding Randall's position.	0.50
11/24/09	Paula K. Jacobi	Email to Randall regarding answering receiver inquiries (.10); Telephone call with counsel Paul Marino regarding money for contract termination (.20).	0.30
11/24/09	Kevin C. Driscoll	Finalize Motion to Hire Litigation Counsel on contingency basis.	1.80
11/24/09	Kevin C. Driscoll	Review Secretary of State records on automobile owned by Nutmeg; consider methods of seizing and selling same; draft demand letter to Goulding for return of car.	1.50

		<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Deborah L. Thorne	Partner	5.80	\$440.00	\$2,552.00
Kevin C. Driscoll	Partner	3.30	\$345.00	\$1,138.50
Linda M. Weinberg	Partner	0.30	\$450.00	\$135.00
Paula K. Jacobi	Partner	6.20	\$405.00	\$2,511.00
Tina M. Paries	Associate	0.50	\$320.00	\$160.00
Lucille J. Shelby	Associate	1.30	\$240.00	\$312.00
TOTALS		17.40	\$391.29	\$6,808.50

TOTAL BILLED THIS MONTH **\$ 6,808.50**

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December 31, 2009
Invoice No. 1289949

Leslie J. Weiss
00050185-000003

PAYABLE UPON RECEIPT

Fees for Services	643.50
Other Charges	\$ 0.00
TOTAL THIS INVOICE	\$ 643.50

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December 31, 2009
Invoice No. 1289949

Leslie J. Weiss

PAYABLE UPON RECEIPT

00050185-000003
ASSET DISPOSITION

For legal services rendered in connection with the above matter
for the period ending November 30, 2009 as described on the attached detail.

Fees for Services	\$	643.50
TOTAL THIS INVOICE	\$	643.50

00050185-000003 LESLIE J. WEISS, TEMPORARY EQUITY RECEIVER FOR THE
ASSET DISPOSITION

Page 1

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
11/23/09	Cynthia M. Hendzel	Telephone call with Mackey McFarlane confirming address to send original stock certificate (.01); Letter to Mackey McFarlane forwarding original stock certificate for GoIP Global (.3).	0.40
11/24/09	Leslie J. Weiss	Send list of assets included in publicly filed report to K. Goodman; email to Adam W. Backer and Keith Goodman (0.5); review motion for engagement of contingency attorney (0.4).	0.90
11/25/09	Cynthia M. Hendzel	Completed Aegis share questionnaire for the GoIP Global stock (.6); Email signed questionnaire and supporting documents to Mackey McFarlane (.1).	0.70
11/30/09	Cynthia M. Hendzel	Email copies of promissory notes for Billy Martin USA Inc. and GoIP Global Inc. to Mackey McFarlane at Aegis (.2).	0.20
Fees for Services Total		\$	643.50

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December 31, 2009
Invoice No. 1289950

Leslie J. Weiss
00050185-000005

PAYABLE UPON RECEIPT

Fees for Services	1,951.50
Other Charges	\$ 0.00
TOTAL THIS INVOICE	\$ 1,951.50

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December 31, 2009
Invoice No. 1289950

Leslie J. Weiss

PAYABLE UPON RECEIPT

00050185-000005

ASSET ANALYSIS AND RECOVERY

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for the period ending November 30, 2009 as described on the attached detail.

Fees for Services	\$	1,951.50
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TOTAL THIS INVOICE	\$	1,951.50
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<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
11/18/09	Leslie J. Weiss	Call with A. Shoenthal regarding status.	0.40
11/19/09	Leslie J. Weiss	Call with transfer agent - Manhattan for GoIP Global (0.1); revise opinion for GoIP Global (0.1);	0.20
11/20/09	Kevin C. Driscoll	Consider use of contingency firm to collect certain obligations; review terms and conditions of contingency counsel's engagement letter.	0.40
11/23/09	Leslie J. Weiss	Call with Adam Baker regarding assets (0.3); call Downsvie Capital; review emails from R. Goulding and S. Nagler; call with S. Nagler; review Randall Goulding's letter (0.4); call with R. Silver (investor) (0.7).	1.40
11/23/09	Kevin C. Driscoll	Continue drafting motion to employ contingency counsel.	0.80
11/24/09	Leslie J. Weiss	Attention to car - Acura issue; review title; discuss with K. Driscoll (0.4); review materials from IRS on One Epoch Energy and email RSG regarding same (0.4).	0.80
11/24/09	Cynthia M. Hendzel	Reviewed car title search results from the State of Illinois (.01); Conferred with Leslie Weiss regarding search results (0.1).	0.20
11/25/09	Leslie J. Weiss	Calls with Mackey McFarlane at Aegis (0.3); send email to R. Goulding; review emails on unanswered questions from R. Goulding; review stock sheet for GoIP (0.2).	0.50
Fees for Services Total		\$	1,951.50

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December 31, 2009
Invoice No. 1289951

Leslie J. Weiss
00050185-000007

PAYABLE UPON RECEIPT

Fees for Services	5,911.50
Other Charges	\$ 0.00
TOTAL THIS INVOICE	\$ 5,911.50

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December 31, 2009
Invoice No. 1289951

Leslie J. Weiss

PAYABLE UPON RECEIPT

00050185-000007

CASE ADMINISTRATION

For legal services rendered in connection with the above matter
for the period ending November 30, 2009 as described on the attached detail.

Fees for Services	\$	5,911.50
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TOTAL THIS INVOICE	\$	5,911.50
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CASE ADMINISTRATION

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
11/06/09	Matthew P. Tyrrell	Attended status hearing in Nutmeg Mercury Fund LLP v. Jack Freedman (1.1).	1.10
11/17/09	Matthew P. Tyrrell	Attended status hearing in Nutmeg Group LLC v. Nanobach Pharmaceuticals (.8).	0.80
11/18/09	Leslie J. Weiss	Discuss letter to R. Goulding with P. Jacobi and D. Thorne (0.2); call A. Reisman regarding Elijah invoice discount (0.1); call FINRA/IARD and file Form ADV-W with SEC(0.8).	1.10
11/19/09	Leslie J. Weiss	Memo to file on IARD codes (0.1); call with Ed McClendon (0.2); discuss discovery with P. Jacobi (0.2).	0.50
11/19/09	Deborah L. Thorne	Confer with Receiver concerning discovery from Randall Goulding.	0.10
11/23/09	Leslie J. Weiss	Call with Robert Moye at SEC on various motions to be filed (0.6).	0.60.
11/23/09	Matthew P. Tyrrell	Attended status hearing in Nutmeg Group LLC v. Uniphyd and conferred with Ian Brodsky, an attorney at Fred Harbecke's Office (1.3); conferred with Tina Paries regarding the status hearing (.1).	1.40
11/25/09	Leslie J. Weiss	Revise motion for contingency attorney.	0.30
11/27/09	Leslie J. Weiss	Prepare draft of Receiver's 2nd Report to the Court.	2.00
11/28/09	Leslie J. Weiss	Prepare draft of Receiver's 2nd Report to the Court.	1.50
11/30/09	Leslie J. Weiss	Confer with P. Jacobi on motions needed (0.2); attention to Receiver's Second Report (0.2); call with Receiver for Benny Judah regarding One Epoch Energy (0.1); review letters from investors (0.3); discuss motions with K. Driscoll (0.2).	1.00
11/30/09	Leslie J. Weiss	Call with SEC regarding motions to be heard on December 2; review motion for Rule to Show Cause; discuss same with K. Driscoll.	0.40
11/30/09	Kevin C. Driscoll	Review material and information sent by Goulding in an attempt to undermine SEC and Receiver's authority; review terms and conditions of Order; draft motion for contempt against Goulding.	3.50
11/30/09	Kevin C. Driscoll	Revise and edit Motion for contempt, adding section about turnover of automobile; review public records to ensure that car still in Nutmeg's name.	1.50

00050185-000007 LESLIE J. WEISS, TEMPORARY EQUITY RECEIVER FOR THE
CASE ADMINISTRATION

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Fees for Services Total	\$	5,911.50
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